

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:

CELSIUS NETWORK LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 22-10964 (MG)

(Jointly Administered)

**SECOND DECLARATION OF MAX GALKA IN SUPPORT OF APPLICATION OF
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR ENTRY OF AN
ORDER AUTHORIZING THE EMPLOYMENT AND RETENTION OF ELEMENTUS
INC. AS BLOCKCHAIN FORENSICS ADVISOR EFFECTIVE AS OF AUGUST 1, 2022**

I, Max Galka, pursuant to 28 U.S.C. § 1746, hereby declare that the following is true and correct to the best of my knowledge, information, and belief:

1. I am CEO at Elementus Inc. (“**Elementus**”) and am duly authorized to execute this declaration on behalf of Elementus. I submit this declaration (the “**Second Declaration**”) on behalf of Elementus in support of the *Application of the Official Committee of Unsecured Creditors for Entry of an Order Authorizing the Employment and Retention of Elementus Inc. as Blockchain Forensics Advisor Effective as of August 1, 2022* [Docket No. 605] (the “**Application**”).² My first declaration was submitted as Exhibit B to the Application (the “**First Declaration**”).

2. To the extent any information disclosed herein requires amendment or modification upon Elementus' completion of further review or as additional party-in-interest

1 The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); and Celsius US Holding LLC (7956). The location of Debtor Celsius Network LLC's principal place of business and the Debtors' service address in these chapter 11 cases is 121 River Street, PH05, Hoboken, New Jersey 07030.

² Capitalized terms used, but not otherwise defined herein, shall have the meanings ascribed to such terms in the Application.

information, Elementus will submit supplemental materials to the Court. Unless otherwise stated, I have personal knowledge of the facts stated herein.

3. The information set forth therein is true and correct to the best of my knowledge, information and belief.

Supplemental Disclosures Regarding Parties in Interest

4. In connection with the First Declaration, a list of names identified by the Debtors and provided to Elementus was set out in Schedule 1 annexed thereto (the “**Parties in Interest**”). Thereafter, the U.S. Trustee’s Office requested that Elementus identify any connections to certain additional names identified on **Schedule 1** annexed hereto (the “**Supplemental Parties in Interest**”). Elementus then searched for connections to the Supplemental Parties in Interest using the process set forth in my First Declaration.

5. Based upon such search process, Elementus has no connections between it and any entity on the list of Supplemental Parties in Interest.

6. On a go forward basis, Elementus shall disclose any and all facts that come to its attention and that may have a bearing on whether the firm, its affiliates and/or any individuals working on the engagement hold or represent any interest adverse to the Debtors, their creditors or other parties in interest.

7. Alameda Research Ventures LLC (“**Alameda**”) has a less than 1% investment in Elementus. Alameda’s investment in Elementus is passive, not a controlling interest, and Alameda does not classify as a major investor in Elementus. As such, Alameda does not have information rights, does not receive financial statements or any information from Elementus and does not have any board member representation. Further, Alameda does not have the right to request or inspect any company documents from Elements. Elementus and Alameda do not have any officers in

common. Sam Bankman-Fried does not have any direct interest in Elementus, only interest indirectly, through Alameda.

8. Blockchain Access UK Ltd (“**Blockchain Access**”) owns less than 1% of a non-controlling, passive interest in Elementus through an investment made via Blockchain Ventures Fund I LP. Blockchain Access is not a customer of Elementus.

9. Gemini Trust Co LLC (“**Gemini**”) owns less than 1% of a non-controlling, passive interest in Elementus through an investment made via Gemini Frontier Fund LLC. Gemini is not a customer of Elementus.

10. BlockFi (“**BlockFi**”) owns less than 1% of a non-controlling, passive interest in Elementus through an investment made via BlockFi Ventures LLC. BlockFi is not a customer of Elementus.

11. Elementus has not performed any services for Blockchain Access, Gemini, or BlockFi that might relate to Debtors.

12. The Official Committee of Unsecured Creditors’ (the “**Committee**”) engagement of Elementus and its data scientists is limited to providing analysis of blockchain transactions (such as mapping transfers of cryptocurrency and digital assets), as well as providing technical advice related to blockchain matters (such as providing advice to the Committee and its professionals regarding the Debtors’ cash management and cryptocurrency security arrangements). Accordingly, Elementus understands that the Committee will not utilize the services of Elementus to provide advice in connection with a potential sale, investment, financing or other similar transaction where those parties may submit a bid. Rather, the Committee will rely on Perella Weinberg Partners LP (“**PWP**”) and M3 Advisory Partners, LP (“**M3**”) for those types of matters.

13. Based on the foregoing, I respectfully submit that the requirements for Elementus’

retention by the Committee have been met.

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Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: October 6, 2022
New York, New York



Max Galka
CEO, Elementus Inc.